RECORDATION NO. 18859 FILED

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INTERSTATE COMMERCE COMMISSION

## FIRST AMENDMENT TO LEASE AGREEMENT (SPTC Trust No. 1994-2) (Redesignated SPT 1994-C)

Dated as of September 29, 1994

between

SHAWMUT BANK CONNECTICUT, NATIONAL ASSOCIATION, as Owner Lessor

and

SOUTHERN PACIFIC TRANSPORTATION COMPANY, as Lessee

SOUTHERN PACIFIC TRANSPORTATION COMPANY

133 Remanufactured SD40M-2 Locomotives

18659-111 See 18636-12